

Recommended Conditions of Approval – Special Development Permit

In addition to complying with all applicable City, County, State and Federal Statutes, Codes, Ordinances, Resolutions and Regulations, Permittee expressly accepts and agrees to comply with the following conditions of approval of this Permit:

General

- G1. Approval of this Special Development permit includes types and intensity of uses, parking requirements, circulation patterns, public and private street and sidewalk improvements, conceptual landscape design, and general building design and architectural features described herein allowing for final review of design and architectural details prior to the issuance of building permits. Plan review fees for subsequent design review applications shall apply.
- G2. Permittee shall execute a Special Development Permit document prior to issuance of a building permit for site improvements or new building construction.
- G3. The Special Development Permit shall expire if it has not been exercised within two years after the date it was approved by the City Council. A one-year extension may be granted through approval of Miscellaneous Plan Permit by the Director of Community Development. If at anytime there is a lapse in construction activity of more than one year, this permit shall be considered expired.
- G4. In addition to complying with conditions listed herein, the Special Development Permit approval is subject to the terms and conditions of the Ownership Participation Disposition and Development Agreement dated August 17, 2004 with the City of Sunnyvale Redevelopment Agency.
- G5. Prior to submittal of plans for site improvement building permits the following approvals are required:
 - a. Final design approval for the areas generally described as: Murphy Avenue Extension and Washington Intersection from Washington Avenue to McKinley Avenue, Mathilda Office Corridor, and the Redwood Square, all as discussed in more detail in the Architectural Conditions of Approval. Plans shall be submitted for review and approval by the Planning Commission at a public hearing. All other final design details are subject to approval administratively by the Director of Community Development prior to the issuance of a building permit.
 - b. Tentative Map approval is required prior to approval of the final design details of G5a. Tentative Map requirements are more fully defined in the Tentative Map Requirements Section.
 - c. Waste and Recycling Management Plan prepared by a private consultant shall be submitted to the Director of Community Development prior to approval of final design details of G5a.
- G6. Any major site and architectural plan modifications after final design approval shall be treated as an amendment of the original approval and shall be subject to approval at a public hearing before the Planning

Commission, except that minor changes of the approved plans may be approved administratively by the Director of Community Development.

- G7. Permittee shall reproduce or attach the conditions of approval on the plans submitted for building permits.
- G8. Prior to issuance of a building permit for site improvements or new construction, the Permittee shall update the Downtown Model with the approved redevelopment project for Block 18. The Permittee shall be permitted to utilize the model for purpose of marketing the project upon approval of each instance by the Director of Community Development.

Allowable Uses/Operations

- G9. Permitted uses and conditionally permitted uses and required parking uses generally include the residential uses, office, commercial, parking and all other uses which are collectively referred to as the shopping district uses as described below:
- a. Parking shall be maintained at a minimum level of general availability for public use and reserved exclusive residential spaces as calculated for the peak hour of design weekday demand utilizing the Fehr and Peers Transportation Consultant shared parking methodology; estimated as 5,050 general availability and 601 reserved residential spaces.
 - b. Maximum of 292 residential housing units to be offered for sale to individual owners
 - c. Maximum of 275,000 square feet of commercial office to include the following provisions:
 1. All offices uses as described by the zoning code as permitted for Block 18 and financial institutions are permitted above the ground floor. Office uses located on the ground floor shall be in conformance with DSP Block 18 restrictions.
 2. Maximum of 10% of the office square footage may be Medical Office uses (e.g. acupuncture, chiropractor, optometrist, clinic, same day surgery, dentist, etc.); additional Medical Office may be permitted up to 40% based on available parking with a demand for all medical office uses calculated at a rate 4.5 spaces per 1,000 square feet. Additional medical office uses proposed after execution of the Special Development Permit shall require approval of an MPP up to the maximum 40% limitation.
 - d. Maximum commercial retail shopping center square footage of 1,000,000 square feet to include the following uses and restrictions:
 1. Designated outdoor uses (estimated 11,300 sq. ft.); excluding incidental outdoor uses
 2. Cinema of up to 60,000 square feet
 - a. Cinema Multi-Plex: maximum 2,950 seats, maximum auditorium size of 350 seats
 3. Fitness Facility located above ground level of up to 40,000 square feet
 4. Restaurants (including: fast food, and designated outdoor seating, excepting the enclosed food court uses and "snack bars"

within major department stores) with a maximum of 70,000 square feet.

5. The following uses require approval of an MPP, with the shopping district operator required as applicant:

- a. Amusement uses (excepting the Cinema), such as arcades, karaoke clubs, pool rooms, sports activity entertainment, etc.
- b. Establishments that sell beer and wine beverages for on-site consumption
- c. Incidental outdoor uses with an annual renewal required in accordance with existing procedures in place for similar uses on the 100 block of South Murphy.
- d. Ground floor office or financial institution greater than 1,000 square feet
- e. Childcare Providers

6. The following uses require approval of a Special Development Permit, with the shopping district operator required as applicant:

- a. Establishments serving liquor (beer and wine only excluded) for on-site consumption
- b. Establishments with live entertainment of either performances or dance floors

7. All restaurant, amusement, social, and entertainment uses may be required, as conditions of approval of a planning permit, to coordinate hours of operation throughout the shopping district for staggered closing times.

- e. Open space (Redwood Square) centrally located around the historic redwood trees with a minimum effective square footage as defined by the surrounding face of buildings or outermost edge of covered walkways or arcades, whichever is more confined, of 33,000 square feet of effective usable area. Area including the closure of McKinley Avenue immediately abutting the open space shall have a minimum effective usable area of 1 acre. The uses to be permitted in the Redwood Square include designated and incidental outdoor uses, café, and an area for performances and gatherings in accordance with the final approved design plan. Kiosks and carts in excess of two present in the effective useable area at any one time shall require approval of a MPP for all kiosks and carts to be located in the square.

- G10. General Business hours shall be limited to 6:00 a.m. to 2:00 a.m.; additional hours of operation for expanded holiday seasonal hours or "special sale events" may be considered. More restrictive hours of operation may be imposed on specific uses requiring a MPP or Special Development Permit.
- G11. Special events shall require approval by the City at least 30 days prior to the event. Special events include closing of a public or private street for any purpose. Regular promotions or events such as movie in square, book signings, or musical ensembles utilizing the Redwood Square are permitted by this Special Development Permit.
- G12. Out-of-door loudspeakers shall be prohibited. Subtle background music may be permitted during individual businesses hours of operation, but not to exceed 11:00 p.m. adjacent to residential units
- G13. Entrances and service doors shall remain closed excepting when used to for the purposes of loading and unloading of vehicles and deliveries.
- G14. Valet services with designated reserved parking require approval from the Director of Community Development through a MPP.
- G15. Deviations Permitted:
- a. Parking Drive aisle proposed at 24 feet with a 9-foot wide space within parking structures where a 26-foot drive aisle is required for 9-foot wide commercial parking stall. Parking Structures shall not have compact parking spaces included in the design unless approved by Director of Community Development to address awkward configurations and left over spaces.
 - b. Minimum lot size of less than 0.3 acres for the purposes of creating individual ownership opportunities for housing.
- G16. Outdoor furniture shall be of durable material such as metal, concrete (e.g. no unstable plastic furniture). Cloth and other material awnings (which fade or weather) shall be replaced at least every 5 years.
- G17. Parking spaces reserved for residential use shall be maintained so as to allow for vehicle parking at all times.

Construction Mitigation

- G18. Permittee shall prepare a detailed demolition and construction phasing plan in compliance with the DDA and as described herein when not addressed in the DDA. The plan shall be subject to review and approval by the Director of Community Development with input from Public Safety and Public Works Departments, to include at a minimum the number of parking spaces available at any one time, location of construction activities and routes of construction vehicles, public safety and protection measures. Condition of Approval EM 8 addresses other provisions for the plan.

The Plan may also include but shall not be limited to the following features:

- a. Development of a building phasing plan to ensure adequate parking during project implementation.
- b. Program to direct employees and customers to available parking.
(continues next page)
- c. The use of shuttle buses for customers and employees.

- d. Offsite parking for construction workers with shuttles to the construction site.
- e. Valet parking for customers of downtown businesses.
- f. Establishment of shared parking arrangements between other private property owners in the vicinity.

Art in Private Development

G19. Comply with the art in private development requirements as noted in Sunnyvale Municipal Code 19.52 for art approval, installation and maintenance including the following requirements:

- a. The Developer of the shopping district shall provide artwork by a qualified artisan(s) as approved by the Arts Commission and Director of Community Development equal to the monetary value of one percent of the construction valuation of the project. Construction valuation is based on the building permit valuation for new building commercial construction (*excluding residential construction and parking structures*) provided by the chief building official. In the event of multi-phased development, valuation shall be based on the projected cost of all phases, even though all phases may not be completed at the same time.
- b. No building permit will be issued for any new construction of a building, expansion, or portion thereof, pursuant to Sunnyvale Municipal Code section 19.52.060 until a permit for required artwork has been issued pursuant to Sunnyvale Municipal Code section 19.52.060.
- c. A bond, letter of credit, cash deposit or other similar security instrument for 1% of the construction valuation of the development project will be required prior to issuance of a building permit for site improvements or new commercial building construction. The bond will not be released until completion and installation of the artwork requirement including related landscaping, lighting, base work and commemorative plaque.
- d. Artwork shall be installed prior to occupancy of any new commercial building, excluding parking structures.

Development Fees

- G20. Traffic Impact Fee - Projects resulting in intensification of a use or increase in floor area are subject to a citywide traffic impact fee. The fee is calculated based upon the type of development/intensification proposed and the number of net new trips generated (SMC 3.50.050(c) & 3.50.060). The fee is estimated to be \$ 1.6 million for the current project description during the 2004-2005 fiscal year. Payment is due prior to issuance of a building permit for construction or expansion of any uses excepting parking structures.
- G21. In Lieu Park Dedication Fee - The In-Lieu Park Dedication Fee shall be paid in accordance with SMC 18.10. in the amount of \$4,851.50 per housing unit prior to approval of the Final Map.

Below Market Rate Program

- G22. The project will provide (12.5%) of the total housing units (37 units) as Below Market Rate ownership dwelling units in compliance with SMC 19.66.
- a. Prior to issuance of a building permit, the developer shall execute a BMR Developer Agreement with the City to establish the units.
 - b. All BMR dwelling units shall be constructed concurrently with non-BMR units, and shall be dispersed throughout the property and shall reflect the range in numbers of bedrooms provided in the total project and shall not be distinguished by exterior design, construction or materials. (SMC 19.66.020(c)).
 - c. The original sale price of BMR dwelling units shall comply with sales prices established by the City, which is revised annually. (SMC 19.66.040 (c)).
 - d. Below Market Rate dwelling units shall be offered for sale/rent only to persons qualified under the terms described in SMC 19.66.040 and 19.66.050 and described more fully in the Administrative Guidelines (BMR Ownership Program).
 - e. Resale of BMR dwelling units shall comply with procedures set forth in SMC 19.66.060.

Public Safety

- PS1. A “pre-fire survey” shall be provided by the applicant to the Public Safety Department in both hard copy and electronic format. The survey must be completed using the “Visio” computer aided design software program. The specific items to include on the pre-fire survey can be provided by the Fire Prevention Unit of the Public Safety Department. This document must be delivered to the Fire Prevention Unit two months before new areas of the site are open to the public
- PS2. Water supply for fire protection and fire fighting shall be approved by the Department of Public Safety prior to the issuance of a building permit for new construction.
- PS3. All elevators in the mall and parking structures shall accommodate an ambulance gurney in the lying down, or “flat” position.
- PS4. Knox Box system (key switch) shall be provided. The box shall be located in accordance with the Fire Prevention Bureau requirements.
- PS5. Permittee shall consult with Crime Prevention Division at the Public Safety Department for crime prevention measures appropriate to the proposed development prior to issuance of a building permit. Permittee shall incorporate features recommended by crime prevention or explain why the features cannot be incorporated, subject to review and approval of the Director of Community Development
- PS6. Permittee shall install and maintain sufficient defibrillation units as specified by the Public Safety Department in locations determined by mutual agreement of the shopping district and office owners and the Public Safety Department. The defibrillators must be installed one week prior to occupancy of new shopping district or office buildings.

- PS7. All of the shopping district security staff shall be trained in CPR, basic first aid and the use of the defibrillator specified by the Public Safety Department. Staff must have completed their training one month before areas of the site are open to the public.
- PS8. If the total number of EMS (emergency medical service) calls for service exceeds 120 per year for the first year the shopping district is open, then shopping district Security staff will be trained in advanced first aid skills as specified by the American Red Cross.
- PS9. Permittee shall provide a comprehensive emergency and security plan subject to annual review and approval by the Director of Public Safety prior to issuance to a building permit. Decisions of the Director of Public Safety may be referred by the applicant to the City Manager for a final determination. The plan shall include at a minimum:
- A closed circuit television system visually monitoring the interior and all exterior entrances to include concourses and corridors, trash compactors, loading docks and parking facilities. Specifications of the closed circuit television system are subject to review and approval of the Director of Public Safety. The specifications shall address: sensitivity of the camera, hours of operation, maintenance of videos, areas of the shopping district to be monitored;
 - Level of private security staffing, subject to annual review. Private shopping district security staffing program shall address staffing levels, hours, vehicles and meeting schedules between mall management and Public Safety Department to meet and confer on security staffing issues within the shopping district;
 - Annual training program for private security officers assigned to the mall;
 - Locations of security telephones in parking structures and the shopping district site and protocols for routing of calls to private security initially with secondary routing to the City of Sunnyvale Public Safety Department;
 - Other procedures or features related to emergency response and evacuation of the area deemed necessary for safety and security.
- PS10. Permittee shall provide necessary infrastructure for the Department of Public Safety radios to receive and send radio transmissions throughout the shopping district and parking structures.

Architectural Plans

- A1. Prior to submittal of the final architectural plans, a Tentative Map application shall have received approval.
- A2. Prior to the submittal of the final architectural plans, a completed Waste and Recycling Management Plan prepared by a consultant in accordance with City requirement shall be submitted for approval to the Director of Community Development.
- A3. Final architectural plan approval by the Planning Commission is required for the building plans located as described below. Review by the Commission is limited to matters of architectural design; the commission may not reconsider matters of location or size of uses as approved in the Special Development Permit. Decisions of the Planning Commission may be appealed by the applicant to the City Council.

1. Mathilda Avenue Office Corridor, including McKinley intersection wrap,
 2. Washington Avenue east of Taaffe Avenue (including Macy's),
 3. Sunnyvale Avenue Elevations (emphasis on NE parking structure),
 4. Murphy Avenue Extension east and west facades from Washington to McKinley,
 5. Central McKinley including Redwood Square and Cinema building facades.
- A4. Final complete architectural plans submitted for review and approval shall address the following features and details in conjunction with application of the Design Guidelines and development standards of the Downtown Specific Plan:
- A5. Mathilda Office Corridor
- 1) Provide perspective drawing of office building front elevations.
 - 2) Provide revised front elevations for the Mathilda, Washington, and McKinley facades.
 - 3) Incorporate a notable/unique corner element (such as "rounded corner element" (*rotunda*)) at intersection of McKinley at Mathilda Avenues into the final design. Unique geometric expression of the structure is encouraged.
 - 4) Incorporate strong cornice details and include variation of parapet height for the two-façade building at the NE corner of the intersection of McKinley Avenue and Mathilda Avenue.
 - 5) Provide revised architectural treatments for the south office building to express individuality of two building façades through building articulation, roof forms, or materials. Two separate lobby entrances may be required.
 - 6) Provide revised architectural style/elements for the stand-alone building at the intersection of Mathilda Avenue and Washington Avenue that is compatible in terms of style as a transition from the taller contemporary buildings (Mozart) to the north and the adjacent contemporary mixed-use town home design proposed along Washington Avenue, and as a signature building at the main gateway to the Downtown. The design should emphasize its individual stature as a separate building along the Mathilda Office Corridor.
 - 7) Provide a gateway feature for the corner of Washington Avenue and Mathilda Avenue as denoted in the DSP. A variety of design features may be considered; the final design must be consistent with the downtown thematic gateway or wayfinding program.
 - 8) Provide a preliminary roof plan indicating prospective mechanical equipment location and proposed screening. Proposed screening shall be included in the building elevations required per A5 (1) and (2).
 - 9) Incorporate varying building materials to distinguish "individual" building facades.
 - 10) Provide building material samples for details of exterior finish, awnings, and window types for both the retail and office levels.

- 11) Contemplate the impacts of acoustical noise study mitigation in choice of building design and materials.
- 12) Contemplate the impacts of strong afternoon sun exposure to the west facades of the office buildings and associated potential reflective impacts to adjacent uses, as well as day-lighting opportunities and impacts on building conditioning and energy demand requirements.
- 13) Contemplate prospective signage locations for major tenants on the exterior facades.
- 14) Final design shall consider the effect of restrictions on exterior lighting of buildings greater than 50 feet in height per Condition of Approval EM 4 and potential interior lighting impacts on adjacent existing and future residential development.

A6. Washington Avenue

- 1) Provide complete elevations of the octagonal building that is compatible in terms of height and mass with the adjacent structures. The height of the building shall be a minimum of 20 feet and up to 35 feet for architectural features. All mechanical equipment shall be fully screened from view from the ground and upper stories of adjacent buildings, including prospective future 6-story buildings at Town and Country.
- 2) Provide elevation for Macy's façade improvements along Washington Avenue. Emphasis shall be placed upon enhanced pedestrian level features and interest; the plan shall include retention of an entrance onto Washington Avenue.
- 3) Provide elevation for new retail buildings at the intersection of Murphy and Washington consistent with the historic character and materials present on the existing 100 block of South Murphy Avenue. Washington elevations shall have the appearance of multiple buildings with emphasis on strong corner features.
- 4) Incorporate parking structure architectural façade details to enhance the appearance of the upper level of the building. Step back the upper level of garage from the lower level retail.
- 5) Provide building material samples for details of exterior finish, awnings, and window types.

A7. Sunnyvale Avenue

- 1) NE Parking structure façade shall be redesigned to
 - a. Diffuse the mass of the building through articulation of the upper two levels of parking with the setbacks, material, and color choices. During consideration of setbacks, evaluate impacts to parking supply and circulation needs.
 - b. Include landscaping throughout the design to soften appearance.
 - c. Incorporate high quality materials with texture and interest oriented to pedestrians for the first 20 feet and more pronounced features for the upper levels. Attempt to address traditional design elements of identifiable top, middle, and base.

- d. Design parking access ramps at the center of the structure's floor plate to ensure appearance of level parking decks as viewed from the exterior.
 - e. Include provisions to screen vehicles from view on the ground level with a combination of architectural and landscaping features. Upper levels shall also incorporate a minimum of a 3-foot solid wall or other similar feature to screen vehicles from street level view.
 - f. Equip entrances and exits with adequate devices for pedestrian awareness of exiting vehicle; audible alarms are discourage near residential uses.
 - g. Incorporate entrance and exiting design requirements from the Fehr and Peers circulation analysis.
 - h. Setback lighting on the upper level and utilize low profile fixtures and cutoff lenses to ensure protection of light trespass onto adjacent property.
- 2) Provide elevation for 2-story commercial building at SW corner of McKinley and Sunnyvale Avenue
 - 3) Provide building material samples for details of exterior finish, awnings, and window types.

A8. Murphy Avenue Extension

Murphy Avenue Extension shall continue the historic character and eclectic style of the S 100 Block into the proposed development as the primary link to the downtown.

- 1) Incorporate appropriate design features to create a more complete sense of continuity along the street frontage. Conceal the service areas as feasible with features that replicate building walls and doors that are of high level of visual interest and quality materials. Consider opportunities for kiosks or carts to fill in gaps in retail storefronts.
- 2) Provide detail design elevations for the proposed pedestrian bridges. The bridge location shall be set as far back from the intersection with Washington as feasible. The bridge shall be designed as an "artistic" character feature that accentuates the "eclectic and historic" design character of Murphy Avenue.
- 3) Revise elevations of the parking garage to provide a more complete screening of the upper floor of the parking deck through incorporation of false facades and building features. Attempt to provide varying elements of height to break up building mass.
- 4) Distinguish pedestrian exit routes from vehicle circulation by including architectural features and hardscape treatments.
- 5) Equip entrances and exits with adequate devices for pedestrian awareness of exiting vehicle; audible alarms are discourage near residential uses.
- 6) Include varying storefront rhythm that is representative of a narrow space in the range of 20-30 feet wide.
- 7) Set back the escalators to the Redwood Square from the sidewalk so as to not spill out onto Murphy Street and disrupt its streetscape character.

- 8) Incorporate an entrance onto Murphy Avenue extension for the NE corner building at the intersections of McKinley and Murphy.
- 9) Revise the Redwood Square east building elevations (west side of Murphy) to have a street presence on Murphy Avenue.
- 10) Provide building material samples for details of exterior finish, awnings, and window types.

A9. Redwood Square/Cinema

- 1) Provide complete buildings elevations for all buildings surrounding the square.
- 2) Building designs shall allow for the appearance of individual and distinct buildings of a compatible architectural style, materials, and roof types.
- 3) Integrate the 2nd level walkway into the building design as either an arcade or as enclosed retail on the ground floor with open-air walkway above.
- 4) Open up to the sky the entry corridor from Murphy Avenue; consider design elements representative of an historic "alley" entrance to the shops.
- 5) Provide final design concept for "glass/crystal café" represented in renderings.
- 6) Consider including a distinctive feature that provides identity to the shopping district and attracts patrons.
- 7) Provide detail design elevations for the proposed pedestrian bridges across McKinley. Bridges are to be a character element of the streetscape design.
- 8) Review escalator and elevator points of access to the ground floor.
- 9) Revise the 3rd floor Cinema footprint to be set back to eliminate the overhang above the sidewalk. Shifting of the footprint significantly further east is discouraged. To achieve this requirement the cinema may necessitate reduction in the number of auditoriums or size of auditoriums.
- 10) Provide details on treatment of the "food court" as an open dining area and its effect on the elevations on the south side of McKinley.
- 11) Consider incorporating a "galleria" or other open environment roof element for the shops on the south side of McKinley as entering Target.

A10. Individual approvals by the Director of Community Development shall be required for the final design details of the following:

- 1) Upper levels of the parking structure
- 2) Residential courtyards and buffer landscaping
- 3) Pedestrian passageway and portal features from parking structures
- 4) Murphy Avenue extension underpassage details on colors, lighting, materials, etc.
- 5) The revised pedestrian entrance scheme to the Target Parking Garage
- 6) Final layout and dimensions of surface and structured parking spaces
- 7) Solid waste and recycling management plan prepared by a consultant
- 8) Iowa Avenue elevations, including Target facades and south facing elevation of the cinema
- 9) Bicycle parking selection and placement
- 10) Prior to the issuance of a building permit for construction of a commercial building, the Permittee shall submit for approval a final exterior lighting and graphics design program for the development.
- 11) Prior to the issuance of building permit for construction of a commercial building, a Master Sign Program shall be submitted for approval. The Master Sign Program shall address individual tenant wall signs, awnings signage, fin signs, temporary signage allowances, shopping center ground signs, major tenant wall signage, information or directional kiosk signage, cinema marquee, or any other form of commercial advertisement intended to be located within Block 18. Ground signs on public property or right-of-way and off-site signage (billboards) are not permitted.
- 12) Building elevations for the corner of Iowa and Sunnyvale Avenues and elevations extending from Iowa Avenue to the McKinley and Sunnyvale Avenue intersection. Address compatible roof forms between residential and commercial components on this elevation. Cinema building façade shall be included in the background of the elevations.
- 13) Taaffe Avenue Complete Elevations
 - (1) Provide elevations of both the East and West Side of Taaffe Avenue, including the cinema and Target in the background.
 - (2) Provide rear elevations facing the parking structure, including elevations of the office buildings.
 - (3) Ground floor retail shall include a positive street presence and orientation to the street. Include specific consideration and treatment of the Target Façade at ground level.

- (4) Provide detail design elevations for the proposed pedestrian bridges. Bridges are to be a character element of the streetscape design.
 - (5) Design parking structure facades to conceal the vehicle parking and include elements of high visual interest, texture, and quality. Ground level parking stalls shall include a minimum of a 3-foot solid feature to conceal the vehicles.
 - (6) Equip entrances and exits with adequate devices for pedestrian awareness of exiting vehicle; audible alarms are discouraged near residential uses.
 - (7) Incorporate appropriate design features to conceal the service areas that are of high level of visual interest and quality materials.
- A11. Individual storefront tenant improvements (TI) are allowed with an emphasis on maintaining the unified architectural treatments for the mixed-use buildings as demonstrated in "Attachment 5 Perspective Drawings." Murphy Avenue extension storefronts shall incorporate the historic character of Murphy Avenue. TI for all areas may modify basic architectural elements of the commercial base of mixed-use buildings with administrative approval of Director of Community Development Department. Major alterations to materials and or architectural features for the mixed-use buildings shall require approval of an MPP prior to the issuance of a building permit.
- A12. Final exterior building materials and color scheme are subject to review and approval of the Director of Community Development prior to issuance of a building permit.
- A13. Visible roof material shall be of a high quality and durable materials that may include various tiles, slate, or 50-year dimensional composition as approved by the Director of Community Development.
- A14. Incorporate green building features into the project design as feasible related to the following items:
- | | |
|-------------------------------|-----------------------------|
| -water efficiency | -recycled content materials |
| -energy efficiency (including | -indoor environment quality |
| renewable energy sources) | -daylighting & views |
| -cool/green roofs | -stormwater management |
- Provide documentation of intended green building and sustainable design techniques included in the development.
- A15. Typical floor plans for residential units shall be submitted to ensure adequate parking for residential uses based upon bedroom counts and appropriate lobby entrance locations for upper story uses.

Site Plan Elements

- S1. Revise the site plan to include the following elements:
- 1) Parallel parking along McKinley Avenue
 - 2) Extended movie drop off area across from Redwood Square (may remove parking)
 - 3) Service area requirements of the approved waste and recycling management plan with adequate access allowances for service vehicles
 - 4) Accessible parking spaces as required per Title 24 (estimated 61 spaces)
 - 5) Median divider prohibiting left hand turns across McKinley Avenue into Parking Deck A or B.
 - 6) Circulation design requirements of the Fehr and Peers Circulation study and as required by the Transportation and Traffic Division
 - 7) Location and extent of designated outdoor uses
 - 8) Provision of 78 open bicycle spaces (Class II) and 110 secured (Class I) employee bicycle spaces
 - 9) Potential location of required art
 - 10) Designated emergency vehicle parking only along McKinley Avenue
 - 11) Extension of pedestrian connection along the Murphy Extension from Target main entrance to Iowa Avenue that is a minimum of 8 feet wide
 - 12) Cross walks elevated to curb height with enhance hardscape treatments
 - 13) Fire hydrant locations
- S2. Backflow devices and other appurtenances shall be located out of view with those devices that are located in an exposed area adequately screened from view.
- S3. Final landscape and irrigation plan shall be submitted prior to the issuance of a building permit for construction of a new commercial building that includes detailed information on plant species, planting details, irrigation system details, decorative hardscape treatments, variety of potted plant vessels and plant types, location of benches, location of lighting fixtures. Street trees on Murphy Avenue shall be designed with infrastructure to include "twinkle lights."
- S4. Prior to the issuance of a building permit for new construction of a commercial building, a final stormwater management plan shall be submitted as required by SMC 12.60 for third party verification subject

to final review and approval by the Director of Community Development.

- S5. Street trees shall be a minimum of 48-inch box trees as denoted on landscape plan, or as determined appropriate of a smaller size by the City Arborist. Final selection of street tree species shall be determined by the City arborist.
- S6. Specimen trees shall be incorporated into the landscape palette to replace the removal of existing substantial Block 18 trees.
- S7. Streetscape elements shall be designed in accordance with Downtown Standard Streetscape Specification of the City of Sunnyvale.
- S8. A minimum of 10 feet shall remain clear for pedestrian passage along all sidewalks with incidental or designated outdoor uses at all times.
- S9. Analyze the ability to modify parking structure design to accommodate future paid and validated parking.
- S10. A dynamic parking supply system shall be evaluated for implementation that incorporates the North of Washington Parking District area. Identification of available parking spaces for each parking deck and directional guides to convenient parking for uses within Block 18 shall be included in the final site plan approval. Permittee shall be responsible for implementation of that portion of the system which directs motorists to parking in Block 18.
- S11. Consider implementing wireless internet access into public spaces of the Redwood Square and McKinley and Murphy sidewalks.
- S12. Consider opportunities for incorporating areas designed for periodic display of art or sculpture that is not required public art.

Public Improvements

- S13. Improve all abutting street frontages, sidewalks, and medians to the standards of the Downtown Specific Plan.
 - Mathilda Avenue
 - Washington Avenue
 - Iowa Avenue
 - Sunnyvale Avenue
- S14. Remove existing Traffic Signals located at Town Center Lane and Washington and Iowa and Target driveway.
- S15. Provide new traffic signal as approved by the Transportation Division at the intersection of Taaffe and Washington Avenues (*See condition EM 2*)
- S16. Provide infrastructure to construct a traffic signal in the future at the new Murphy Avenue extension intersection with Iowa Avenue.
- S17. Implement Transportation Division improvement requirements as part of Fehr and Peers Circulation study recommendations.

- S18. Provide neighborhood gateway features along Sunnyvale Avenue and Iowa Avenue for 5 locations in accordance with design determinations of the Director of Community Development and not to exceed \$250,000 total.

Tentative Map Requirements

- TM1. Prior to the submittal of plans for final architectural approval, an application for a tentative map shall have been previously approved for the creation of ownership housing, commercial property subdivision, and conveyance of properties between the Redevelopment Agency and the developer.
- TM2. The Tentative Map shall include all required standard requirements and information relevant to the approval of the SDP as follows:
- 1) All existing utilities location and capacities
 - 2) Proposed utility locations and capacities
 - 3) Distribution of sanitary sewer flows to the appropriate mains in Washington or Mathilda Avenue to ensure adequate capacity.
 - 4) Fire hydrant locations and water distribution system improvement to ensure adequate pressure for rate of flow to fight fires
 - 5) Engineered public street improvement plan cross sections
 - 6) Dedication of right-of-way
 - 7) Residential water meter locations
 - 8) Proposed easements
 - 9) Vacation of Barson Terrace
- TM3. Permittee shall consider means available to the housing developer through CC&Rs to discourage rental of new housing units.

Mitigation Monitoring Program Compliance

(project specific)

Mitigated Negative Declaration Mitigations

EM1. What and where: Protection of the 6 heritage resource redwood trees located in the current courtyard of the existing Town Center Mall during demolition of the existing mall and construction of the proposed project.

How:

1. The courtyard area of both the demolition plan and construction plans shall indicate that the existing paved area shall remain and be fenced off at the perimeter of the courtyard, not just the drip line of the trees, until preparation and installation of the new hardscape and landscape improvements are to commence.
2. Irrigation shall be provided for the trees throughout the demolition and construction of the project; an automatic sprinkler system shall be incorporated as practical, including the provision of a temporary waterline for said irrigation.
3. Grading Plan shall take into account the tree root system and be developed so as to preserve the root system during excavation work; the current grade around the trees shall not be disturbed without approval by the City Arborist.
4. Alternative means of preservation that results in an equivalent or superior level of protection may be approved by the City Arborist.

When: Prior to issuance of building permit for demolition of the Mall, plans shall be submitted for review and approval that include the above measures and other conditions of approval regarding landscaping and grading that are included as conditions of approval for the project. Fencing and Irrigation shall commence on the first day of activity on the site or sooner if feasible.

Who: The City will require this to be indicated on the building permit plans prior to issuance and will verify installation and performance during building permit inspections.

EM2. What and Where: Install signal at location #4, noted in the Fehr and Peers circulation study, of the intersection of Murphy Avenue and Washington Avenue.

How: The developer shall improve the street section from Sunnyvale Avenue to Frances Street per the Downtown Standard Street Specifications and as specified in the conditions of approval to include a traffic signal to control all directions of traffic at the intersection of Murphy Avenue and Washington Avenue. The signals shall permit left hand turn movements from Washington Avenue onto Murphy Avenue and allow for controlled pedestrian crossings.

When: Prior to the issuance of a building permit for the site improvements allowing for the construction of Parking Deck "C," an encroachment permit and public improvement permits shall be approved for the modifications to Washington Avenue and the construction of Murphy Avenue extension that include provisions for the traffic signal. The traffic signal shall be installed prior to building permit final. Operational details of the signal shall be determined by the Transportation Manager after installation.

Who: The City will require this measure to be indicated on the public improvement plans for the construction of the project prior to its issuance and will verify installation and maintain operation of the signal.

Program EIR Mitigation Monitoring Program Requirements

EM3. Aesthetic Impact 5.1 *Mathilda Corridor*

The proposed project building height along Mathilda Avenue ranges from 65-75 feet in height, lower than the maximum height of 100 feet reviewed by the EIR. The architectural design review process of the Special Development Permit and application of the DSP Design Guidelines and Development Standards during this process has addressed the general visual continuity, height, colors, and materials allowing the City Council to determine compatibility by approving the project. Final design detail approvals will ensure adherence to the SDP approval. Approval of the project in conformance with the DSP will result in less-than-significant visual impact.

EM4. Aesthetic Impact 5-2 *Light and Glare Buildings Exceeding 50 feet in height*

Exterior building illumination above 50 feet in height has potential impacts of light trespass on nearby properties. The project contains commercial office buildings along Mathilda Avenue that exceed 50 feet height and a cinema that reaches 80 feet in height.

Requirement: Exterior illumination of architectural features along the Mathilda Corridor Office buildings above the third floor after 10:00 PM is prohibited. In addition, a detailed lighting plan is a condition of approval of the project that will ensure "soft" lighting of architectural features, appropriate signage locations and illumination to further ensure mitigation of potential light trespass. Compliance with SMC 19.42.050 and enforcement of these restrictions and design conditions will result in less than significant impact.

EM5. Transportation Impact 7-4 *Cumulative Intersection level of service*

Improvements to intersections reviewed for Impact 7.4 of the EIR for cumulative traffic impacts for the year 2020 conditions.

Requirement: Proportional share of intersection improvements within the City of Sunnyvale is addressed by payment of the Citywide Transportation Impact Fee. The impact fee is based upon net new peak hour trips created from the commercial, office, and housing uses within Block 18 and is to be collected at the rate as established by ordinance at the time of issuance for a building permit for the construction of each building. In addition, a fair share of the costs for improvement to De Anza Boulevard and Homestead Road in Cupertino of a southbound right turn lane shall be collected prior to the issuance of a building permit for construction of a building. The City of Cupertino has established an

estimated improvement cost of \$ 333,000. The estimated impact to the intersection if project as 22.8% for fair share cost of \$75,924. Payment of required impact fees will address fair share impacts of the proposed project and result in a less than significant impact.

EM6. Transportation Environmental Setting *Washington Mathilda Intersection*

The project description for the EIR included improvements for additional capacity of the intersection of Washington and Mathilda.

Requirement: The fair share contribution for this improvement is incumbent upon this project for the compliance with the environmental setting of the EIR. The fair share contribution for this improvement is 41% of the Mathilda/Washington projects cost, based on trip generation analysis of the Sunnyvale Town Center Mall Modifications. The fair share cost of the improvement shall be based on final estimates approved by the City Engineer for 100% construction drawings. The fair share cost shall include credit for previously completed right-of-way dedication and may include monetary contributions and work performed. The total calculated fair share cost shall not exceed \$ 779,000. Performance of fair share responsibilities will result in a less than significant impact.

EM7. Noise Impact 9-1 *New Development Exposure to Excessive Env. Noise*

The EIR identifies that the subject site may be exposed to levels of noise that would exceed interior noise levels established in the Noise Element. The subject site is located within outdoor noise contours of 60 Ldn or greater from the roadway noise and the Moffett Field Airport Approach.

Requirements: Although standard construction techniques minimize exposure to noise in compliance with California Administrative Code Title 24, an acoustical analysis shall be performed for the purpose of analyzing effects of exposure to continuous roadway noise sources and instantaneous noise levels related to aircraft as related to the design and construction techniques of the project. The analysis shall include recommendations for changes to the design and construction of the project to ensure feasible conformance with noise thresholds. Prior to submission of plans for a building permit for construction of a building, the analysis shall be submitted for review and approval the Director of Community Development. The approved analysis and mitigations, if any, shall be incorporated in the building design plans at the time submittal to the city. Adherence to the findings of the acoustical analysis will result in a less than significant impact.

EM8. Noise Impact 9-2 *Temporary Construction Noise*

Project related construction activities including, demolition, grading, and building may expose adjacent sensitive uses to noise level that may interfere normal activities.

Requirement: To address project related temporary noise the following performance conditions shall be adhered to per Mitigation 9-2 of the EIR as required per the final approved construction mitigation plan.

1. Erect standard plywood construction barriers (minimum height eight feet) around the construction sites to shield adjacent commercial and distant residential receptors. Barriers shall be painted and kept in good repair and free of graffiti.
2. Equip all internal combustion engine driven equipment with mufflers which are in good condition and appropriate for the equipment;

Utilize "quiet" air compressors and other stationery noise sources where technology exists.

3. Locate stationary noise-generating equipment as far as possible from sensitive receptors when sensitive receptors adjoin or are near a construction project area;
4. Route all construction traffic to and from the project site via Mathilda Avenue and McKinley Avenue entrance, with Washington Avenue as secondary access. Prohibit heavy construction related truck traffic on residential streets.
5. Schedule construction activities to have the least impact on nearby receptors. Noise inducing activities are restricted to 7:00AM to 8:00 PM Monday – Friday, 8:00AM to 5:00PM Saturday, and no activity on Sunday. The construction lunch break should coincide with the prime lunch hours of the restaurants and other adjacent commercial land uses to enable peaceful use of outdoor dining facilities or services by patrons of local commercial businesses.
6. If pile driving occurs, expedite the pile driving schedule through the use of two or three pile drivers at once to reduce the amount of time taken to drive piles for a foundation. Reducing the duration of this construction activity can significantly minimize the impact to adjacent land uses;
7. Evaluate noise control treatment for pile drivers. It is possible to shroud pile drivers and reduce the amount of noise emitted by 10 dBA or more;
8. Pre-drill holes for piles. A technique that has been found effective in reducing the number of blows to seat a pile is to pre-drill the holes so that only a few blows are required to seat each pile. This would reduce the amount of pile driving noise exposure;
10. Designate a "noise disturbance coordinator" who would be responsible for responding to any local complaints about construction noise. The disturbance coordinator would determine the cause of the noise complaint (e.g., starting too early, bad muffler, etc.) and would require that reasonable measures warranted to correct the problem be implemented. Conspicuously post a telephone number for the disturbance coordinator at the construction site and include it in the notice sent to neighbors regarding the construction schedule.

Implementation of the above mitigations measures will reduce the potential impact to less than significant.

EM9. Air Quality 10-1 Construction Impacts

Dust from associated construction activities may affect air quality.

Requirement: Adhere to the following operational conditions for Mitigation 10-1.

1. Water all active construction areas at least twice daily.
2. Water or cover stockpiles of debris, soil, sand or other materials that can be blown by the wind.
3. Cover all trucks hauling soil, sand, and other loose materials or require all trucks to maintain at least two feet of freeboard.
4. Pave, apply water three times daily, or apply (non-toxic) soil stabilizers on all unpaved access roads, parking areas and staging areas at construction sites.

5. Sweep daily (preferably with water sweepers) all paved access road, parking areas and staging areas at construction sites.
6. Sweep streets daily (preferably with water sweepers) if visible soil material is carried onto adjacent public streets.
7. Limit traffic speeds on unpaved roads to 15 miles per hour.

In addition, require the following practices during demolition:

8. Use dust-proof chutes whenever possible for loading construction debris onto trucks.
9. Use continuous watering to control dust penetration during demolition of the structure and break-up of pavement.
10. Cover all trucks hauling debris from the site.

Implementation of the above mitigation measures will reduce impacts to a level of less than significant.

EM10. Air Quality 10-2 Regional Long Term Impacts

Long term air quality impacts are related to regional transportation emission impacts. Complete mitigation was not considered feasible and is a significant and unavoidable impact. Partial mitigation can be provided for in terms of design techniques, site improvements, and operational procedures.

Requirements: To address the primary impact of Peak Hour trip generation and associated congestion a Transportation Demand Management Program (TDM) is required. The TDM shall address potential trip reduction practices for all uses within the development. Provisions for off-peak shift changes, subsidized transit passes, information kiosks for employees and customers shall be analyzed for feasibility. Specifically the plan shall account for a 15% peak hour trip reduction goal for the office component or a 10% total peak hour trip reduction for all uses (commercial, housing, and office) within the project. The TDM shall include an annual monitoring program and a penalty system for lack of achievement. The TDM shall be submitted for review and approval by the Director of Community Development Department prior to the issuance of the final building permit. The TDM is required to be implemented in accordance with the Director of Community Development Department approval, but at a minimum shall require implementation upon occupancy of 20% of the office space entitlement for the project. Compliance with TDM provisions shall be incorporated into lease agreements for office tenants. Incorporation of the TDM measures will potentially reduce project impacts but the impact shall remain significant and unavoidable as identified in the certified Program EIR.

EM11. Water Quality Impact 11-1 Urban Runoff

Construction and Operation pollution of stormwater runoff from on-site uses, as well as the rate of flow into the storm drainage system, may have an impact on facility capacity and downstream degradation of San Francisco Bay receiving waters.

Requirement:

1. Obtain a permit from the Regional Board for water quality and include a "Blue Print for Clean Bay" with adequate BMPs as part of the plan submittal for

demolition permit and a separate plan as part of the plan submittal for the first building permit.

2. Operation runoff impacts of the uses of the site shall be addressed in certified Storm Water Management Plan that is to address among other things, pollutant sources, volume of flow, and on going maintenance. The Storm Water Management Plan be developed in accordance with the draft Storm Water Management Plan provisions and the requirement of SMC 12.60. Third party certification of the plan is required prior to its approval by the City.

Implementation of both mitigation measures BMP will result in a less than significant impact.

EM12. Geology and Soils Impact 12-1 *Expansive Soils*

Project improvement may be affected by damage from expansive soils, ground water, or settlement of soils.

Requirement: Consistent with standard City practices, a geologic report shall be submitted for review and approval to the Director of Community Development. Prior to submittal for a grading or site improvement related building permit that report shall be submitted for review and approval. Implementation of the reports findings will result in a less than significant impact.

EM13. Cultural Resources 15-1 *Disturbance of an Archaeological Resources*

Although Staff has no evidence of archaeological resources being located on-site within the proposed area of construction area, previous construction related to the construction of the "Target" Garage (Deck D) uncovered native American remains. As a precautionary measure, standard city procedures address the potential unearthing of discovered sensitive resources.

Requirement: If evidence of prehistoric or historic artifacts or remains is uncovered during the course of excavation or grading for the project, grading activity in the immediate area shall cease and a qualified archaeologist shall be contacted so that appropriate mitigation programs can be developed. Implementation of this mitigation measure will reduce the potential impact to archaeological resources to a less-than-significant level.

EM14. Cultural Resources 15-2 *Degrade existing Historic Resources*

The proposed project contains 6 historic resource redwood trees and is adjacent to historic landmark districts. Condition EM 1 addresses on-site preservation of the historic redwoods trees. No other historic resources are anticipated to be affected by the proposed project. No additional mitigation is required no impact.